

富榮秘書服務有限公司



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Your Ref:



04035610

Our Ref: S/5411/89 LTO/sl

9th July, 2004

Securities and Exchange Commission,
Division of Corporate Finance,
Office of International Corporate Finance,
Room 3045 (Stop 3-4),
450 Fifth Street,
Washington, D.C. 20549,
United States of America.

SUPPL

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

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Ladies and Gentlemen,

PROCESSED

JUL 21 2004

THOMSON
FINANCIAL

Re: Starlight International Holdings Limited
("the Company")
Rule 12g3-2(b) Exemption
File No. 82-3594

Pursuant to Rule 12g3-2(b)(1)(iii), and on behalf of the Company, enclosed are the documents described on Annex A hereto for your attention.

These documents supplement the information previously provided with respect to the Company's request for exemption under Rule 12g3-2(b), which was established on January 11, 1994.

This information is being furnished with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), and that neither this letter nor the Company is subject to the Exchange Act.

Please do not hesitate to contact the undersigned at (852) 2827 4748 in Hong Kong if you have any questions.

Thank you for your attention.

Yours faithfully,
For and on behalf of
FAIR WIND SECRETARIAL SERVICES
LIMITED

7/20

LO Tai On
Director

Enc.

c.c. the Company

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100-170-0000

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200-100-0000

Annex A to Letter to the SEC
Dated 9th July, 2004 of
Starlight International Holdings Limited

The documents checked below are being furnished to the SEC to supplement information provided with respect to the Company's request for exemption under Rule 12g3-2, which exemption was established on January 11, 1994:-

DESCRIPTION OF DOCUMENT

1. Title : Notification of movement of securities in Hong Kong

Date : 30th June, 2004

Entities requiring item: HKSE pursuant to Exchange Listing Agreement; and

Monthly Return on Movement of Listed Equity Securities

FORM I

For the month ended 30th June, 2004

TO: The Research & Planning Department of The Stock Exchange of
Hong Kong Limited

From: Starlight International Holdings Limited
(Name of Company)

Mr. Peter LEE Yip Wah Tel No.: 2827 1778
(Name of Responsible Official)

Date: 9th July, 2004

(A) **Information of Types of Listed Equity Securities:**
(please tick wherever applicable)

- | | | | | | |
|----|-------------------------|---|-------------------------------------|----|-----------------------|
| 1. | Ordinary shares | : | <input checked="" type="checkbox"/> | 2. | Preference shares: |
| 3. | Other classes of shares | : | | | please specify: _____ |
| 4. | Warrants | : | | | please specify: _____ |

(B) Movement in Authorised Share Capital:

	<u>No. of Ordinary shares/Preference shares/other classes of shares</u>	<u>Par Value (HK\$)</u>	<u>Authorised Share Capital (HK\$)</u>
Balance at close of preceding month:	1,250,000,000	\$0.40	\$500,000,000
Increase/(Decrease) (SGM approval date):	Nil	Nil	Nil
Balance at close of the month:	1,250,000,000	\$0.40	\$500,000,000

(C) Movement in Issued Share Capital:

	<u>No. of Ordinary shares</u>	<u>No. of Preference shares</u>	<u>No. of other classes of shares</u>
Balance at close of preceding month:	757,219,982	Nil	Nil
Increase/(Decrease) during the month	Nil	Nil	Nil
Balance at close of the month:	757,219,982	Nil	Nil

(D) Details of Movement:

* please delete and insert "N/A" wherever inapplicable

TYPE OF SECURITIES	SECURITIES IN ISSUE AT CLOSE OF PRECEDING MONTH	MOVEMENT DURING THE MONTH			SECURITIES IN ISSUE AT CLOSE OF THE MONTH	IN NO. OF NEW SHARES ARISING THEREFROM
SHARE OPTIONS* Type	No. of Options	Granted	Exercised	Cancelled	No. of Options	
1. Employee share option scheme <u>adopted on 7th April, 1997</u> Exercise price: HK\$0.40	5,455,632	Nil	Nil	Nil	5,455,632	
2. Employee share option scheme <u>adopted on 12th September, 2002</u> Exercise price: HK\$0.40 Exercise price: HK\$0.86	6,700,500 15,144,000	Nil Nil	Nil Nil	Nil Nil	6,700,500 15,144,000	
WARRANTS* Date of Expiry	Nominal Value (HK\$)	Exercised (HK\$)			Nominal Value (HK\$)	
1. _____ Subscription price HK\$ _____						
2. _____ Subscription price HK\$ _____						

CONVERTIBLES*		Converted (Units)		Units
Class	Units			
Convertible Notes	N/A	N/A		N/A
Convertible price: HK\$ _____				
OTHER ISSUES OF SHARES*				
Rights Issue	Price: Price: Price: Price: Price: Price: Price: Price:	Issue and allotment Date: Issue and allotment Date: Issue and allotment Date: Issue and allotment Date: Cancellation Date: Redemption Date: Issue and allotment Date: Issue and allotment Date:		
Placing				
Bonus Issue				
Scrip Dividend				
Repurchase of share				
Redemption of share				
Consideration issue				
Others (Please specify)				

Remarks:

Authorised Signatory:



Name: Peter LEE Yip Wah

Title: Secretary

Note:

All information contained in this form may be reproduced and provided to other information vendors or users of market data at the sole discretion of the Stock Exchange without prior notification to the company/issuer.

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